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9 Attorneys for Plaintiff and the Class

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**UNITED STATES DISTRICT COURT**  
**FOR THE NORTHERN DISTRICT OF CALIFORNIA**

11 BRYAN VESS, on behalf of himself  
12 and all others similarly situated,

13 Plaintiff,

14 vs.

15 BANK OF AMERICA, N.A.,

16 Defendant.

CASE NO. 3:10-cv-00920-AJB(WVG)

**CLASS ACTION**

**DECLARATION OF ATTORNEY  
STEVEN WOODROW IN  
SUPPORT OF FINAL APPROVAL  
OF CLASS ACTION  
SETTLEMENT AGREEMENT  
AND AWARD OF REASONABLE  
ATTORNEYS FEES AND CLASS  
MEMBER INCENTIVE AWARDS**

Complaint Filed: April 29, 2010

The Honorable Anthony J. Battaglia

22 I, Steven L. Woodrow, declare under penalty of perjury, that the following  
23 statements are true and correct:

24 1. I am a Partner at the law firm of Edelson LLC, am over the age of 18  
25 and can competently testify to the matters set forth herein if called to do so.

26 2. I am one of the attorneys who seeks to be appointed as Class Counsel  
27 in this litigation and Settlement with Bank of America, N.A. ("BoFA") for alleged  
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1 violations of the Truth-in-Lending Act, 15 U.S.C. s. 1647 *et seq.* and its  
 2 implementing regulation, Regulation Z, 12 C.F.R. s. 226.5b, and for alleged  
 3 breaches of contract and related claims arising from BofA's suspension and  
 4 reductions of home equity lines of credit ("HELOCs").

5         3. Our law firm has been recognized as one of the leading consumer class  
 6 action firms in the Country. We have handled over 100 putative and actual class  
 7 actions and are routinely selected as lead class counsel in high stakes complex  
 8 litigation.

9         4. As evidenced by our firm's attached firm resume, with respect to  
 10 HELOC class actions specifically, our office enjoys a well-established history of  
 11 achieving important decisions and settlements. (*See* "Edelson Firm Resume," a true  
 12 and accurate copy of which is attached hereto as Ex. A.)

13         5. A sampling of some of our more recent HELOC settlements include,  
 14 without limitation: *In re: JPMorgan Chase Bank Home Equity Line of Credit Litig.*,  
 15 No. 10-cv-3647, MDL No. 2167 (N.D. Ill.) (our lawyers served as co-lead counsel  
 16 in litigation and settlement resulting in restoration of between \$3.6 billion and \$4.2  
 17 billion worth of HELOC credit to consumers) (Final Approval granted March 8,  
 18 2013); *In re: Citibank HELOC Reduction Litigation*, No. 09-cv-0350-MMC (N.D.  
 19 Cal.) (settlement provides cash relief and restores hundreds of millions of dollars of  
 20 credit to consumers) (Final Approval granted March 18, 2013); *Hamilton v. Wells*  
 21 *Fargo Bank, N.A.*, No. 09-cv-4152-CW (N.D. Cal.) (Settlement provides industry  
 22 leading injunctive relief and restores hundreds of millions of dollars worth of  
 23 projected credit to consumers) (Final Approval granted May 14, 2012); *Schulken v.*  
 24 *JPMorgan Chase Bank, N.A.*, No. 5:09-cv-2708-LHK (N.D. Cal.) (settlement  
 25 provides automatic cash relief and claims process) (Final Approval granted May 8,  
 26 2013)); and *Freeland v. RBS Citizens d/b/a Charter One*, No. 2:12-cv-10935 NGE-  
 27 MKM (E.D. Mich.) (settlement provides cash and injunctive relief to class  
 28 members) (Final Approval granted August 28, 2013).

6. In addition to these cases, our firm has served as lead or co-lead counsel in dozens of complex consumer class action cases. (*See* Edelson Firm Resume.)

7. In connection with the instant litigation, lawyers from my firm expended time researching the claims, drafting and reviewing pleadings and motions, and negotiating the settlement. The time spent by each attorney and his or her corresponding billable rate are set forth below. The following rates are reasonable based on my understanding of rates charged by attorneys in the relevant geographic areas.

ATTORNEY	YEARS OF PRACTICE	RATE	HOURS	TOTAL
Steven Woodrow (Partner)	8	\$550.00	188.2	\$103,510.00
Sean Reis (Of Counsel)	11	\$460.00	.5	\$230.00
Megan Lindsey (Associate)	2	\$335.00	2.5	\$837.50
Irina Slavina (Former Associate)	4	\$345.00	6.8	\$2,346.00
<b>TOTAL</b>				<b>\$106,923.50</b>

8. My firm also incurred expenses of \$319.60 in airfare.

Further affiant sayeth not.

Executed this 4<sup>th</sup> day of September, 2013 in Denver Colorado.

/s/Steven L. Woodrow  
Steven L. Woodrow

**Certificate of Service**

The undersigned hereby certifies that all counsel of record who are deemed to have consented to electronic service are being served September 6, 2013, with a copy of this document via the Court's CM/ECF system. I certify that all parties in this case are represented by counsel who are CM/ECF participants.

/s/ Alisa A. Martin